

IN THE MATTER OF:

Respondents

Administrative Proceeding
Number: C-06-0445

CONSENT ORDER

young.

The Business Regulation and Enforcement Division of the Mississippi Secretary of State's Office (hereinafter "Division") having the power to administer and to provide for the enforcement of all provisions of the Mississippi Charitable Solicitations Act (hereinafter "Act"), and Respondent do hereby enter into this Consent Order in resolution of the following allegations by the Division of violations of certain provisions of the Act.

1. The Division alleged Respondent's Board of Directors breached its fiduciary duty in the expenditure of solicited contributions in violation of Section 79-11-525 of the Act.

2. The Division alleged Respondent failed to comply with the books and record keeping requirements in Section 79-11-518 of the Act and Rule 213 of the Rules.

3. The Division alleged Respondent failed to notify the Secretary of State within thirty (30) days of any change in the information required to be furnished by such organization under Sections 79-11-501 through 79-11-529 of the Act in violation of Section 79-11-503 of the Act.

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II.

Respondent, under the terms of this Consent Order and solely for the purpose of resolving the foregoing allegations, stipulates without a hearing to the matters set forth above in Paragraph I and hereby consents to the issuance of this Consent Order and further consents to and agrees to the undertakings contained herein, with no formal administrative hearing and determination of wrongdoing. Furthermore, the undersigned agent for the Respondent acknowledges that she has been lawfully vested with the authority to enter into this Consent Order on behalf of the Respondent.

III.

THEREFORE, in consideration of a final resolution of the matters set forth herein, the Division and Respondent hereby agree and stipulate as follows:

1. Respondent stipulates to the jurisdiction of the Division as to all matters contained herein under the authority of the Act and acknowledges that the issuance of this Consent Order is solely for the purpose of resolving the matters set forth herein.
2. In order to renew its registration with the Division, Respondent agrees to immediately file a complete registration application and an affidavit indicating that Respondent did not solicit contributions in or from Mississippi while Respondent was not registered with the Division.
3. Respondent agrees to increase the size of its board of directors to nine (9) members, no more than two (2) of whom are to be related in any way by blood or marriage.
4. Respondent agrees that board members will recuse themselves from any discussions and/or vote on any matter wherein they have a conflict or potential conflict because of their familial relationships or on any other transactions in which any board or staff members have material conflicting interests with the Respondent.
5. Respondent agrees to continue to use an independent CPA firm for its books and record-keeping and financial operations.



6. If Respondent continues to award grants and funds to related family members, then Respondent agrees that all solicitation materials will contain a conspicuous and clear disclosure of the fact that solicited funds may be used for grants and aid to family members and relations of officers, directors, employees, and/or volunteers of the charity.
7. This Consent Order is in resolution of the matters contained herein. As a result of this Consent Order, the matters contained herein cannot be used as a basis for action by the Division except in determining any penalty as may be imposed by the Division for any future violations of the Act committed by the Respondent and as set forth below.
8. Respondent agrees that it will comply with the provisions of the Mississippi Charitable Solicitations Act as currently in effect or as may be subsequently amended.

IV.

In the event Respondent fails or neglects to comply with any of the terms, stipulations or undertakings set forth in this Consent Order, the Division may, without notice to the Respondent, unilaterally rescind this Order and institute any legal or administrative proceedings it deems appropriate including, but not limited to, proceedings to address the matters set forth herein.

ERIC CLARK
Secretary of State

By:

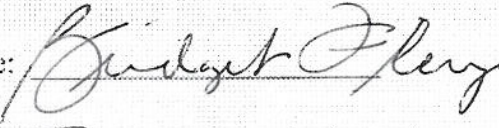

JAMES G. NELSON, II
Assistant Secretary of State

Date:

6/9/2007

CRAZY LIKE LOVE

Sign Name:



Print Name:

Bridget Fleury

Title:

President
Board of Directors